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Counsel for Wells Fargo Bank, N.A., in its capacities as First Priority Collateral Agent, Third Priority Collateral Agent, and Collateral Control Agent

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,
Debtors.

Case No. 12-12020 (MG)
Chapter 11
Jointly Administered

RESIDENTIAL CAPITAL, LLC; et al.,
Plaintiffs,

Adv. Pro. No. 13-01343 (MG)

V.

UMB BANK, N.A., IN ITS CAPACITY AS
INDENTURE TRUSTEE FOR THE 9.625%
JUNIOR SECURED GUARANTEED
NOTES, et al.,

Defendants.

OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, on behalf of the estate of the
Debtors,

Adv. Pro. No. 13-01277 (MG)

Plaintiffs,

V.

UMB BANK, N.A., AS SUCCESSOR
INDENTURE TRUSTEE UNDER THAT
CERTAIN INDENTURE, dated as of June 6,
2008, et al.,

Defendants.

**NOTICE OF WELLS FARGO BANK, N.A., IN ITS CAPACITIES AS
FIRST PRIORITY COLLATERAL AGENT, THIRD PRIORITY
COLLATERAL AGENT, AND COLLATERAL CONTROL AGENT
TO CROSS-EXAMINE WITNESSES AT CONFIRMATION HEARING**

WHEREAS, the Court has scheduled a hearing to consider confirmation (the “Confirmation Hearing”) of the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, *et al.* and the Official Committee of Unsecured Creditors (Docket No. 4819) (as amended, the “Plan”);

WHEREAS, the Plan Proponents¹ and certain other parties-in-interest have submitted direct testimony in written form (collectively, the “Witnesses”);

WHEREAS, the Court has ordered that parties-in-interest who intend to cross-examine any of the Witnesses at the Confirmation Hearing must file a notice of intent by November 15, 2013 at 12:00 p.m. (ET);

NOW, THEREFORE, PLEASE TAKE NOTICE that counsel for Counsel for Wells Fargo Bank, N.A., in its capacities as First Priority Collateral Agent, Third Priority Collateral Agent, and Collateral Control Agent (the “Collateral Agent”) intends and reserves the right to cross-examine the following Witnesses at the Confirmation Hearing, and estimates each cross-examination will require the following periods of time:

¹ Capitalized terms not defined herein have to meanings ascribed to such terms in the Plan.

| <u>Witness</u> | <u>Estimated Duration</u> |
|----------------------|---------------------------|
| Martin Blumentritt | 10 minutes |
| Michael A. Carpenter | 10 minutes |
| John Dubel | 10 minutes |
| Raymond Lyons | 10 minutes |
| Jeffrey Lipps | 10 minutes |
| Lewis Kruger | 10 minutes |
| Tammy Hamzehpour | 10 minutes |

PLEASE TAKE FURTHER NOTICE that the durations listed above are estimates only, and the Collateral Agent reserves the right to seek to cross-examine the above-listed Witnesses for longer periods of time.

PLEASE TAKE FURTHER NOTICE THAT that the filing of this Notice is not intended to be, and should not be construed as, a waiver of rights in any respect, and the Collateral Agent specifically reserves the right to, among other things, (1) seek to cross-examine any Witnesses not listed herein as necessary and appropriate, or (2) refrain from cross-examining the Witnesses listed above.

Dated: November 15, 2013
New York, New York

REED SMITH LLP

/s/ Eric A. Schaffer

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